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A Limited Liability Partnership

2 Including Professional Corporations

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10 Counsel for Debtors

11 UNITED STATES BANKRUPTCY COURT

12 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

13 In re

Case No. 20-30604

(Jointly Administered)

14 PROFESSIONAL FINANCIAL
15 INVESTORS, INC., *et al.*¹

Chapter 11

16 Debtors.

**DECLARATION OF ANDREW
HINKELMAN IN SUPPORT OF
MEMORANDUM OF POINTS AND
AUTHORITIES IN SUPPORT OF
CONFIRMATION OF SECOND AMENDED
JOINT CHAPTER 11 PLAN OF
PROFESSIONAL FINANCIAL INVESTORS,
INC. AND ITS AFFILIATED DEBTORS
PROPOSED BY THE DEBTORS AND
OFFICIAL COMMITTEE OF UNSECURED
CREDITORS AND SUPPORTED BY THE
AD HOC LLC MEMBERS COMMITTEE
AND THE AD HOC DOT NOTEHOLDERS
COMMITTEE (DATED MAY 20, 2021)**

17 Judge: Hon. Hannah L. Blumenstiel

18 Date: May 27, 2021

19 Time: 10:00 a.m.

20 Place: **Telephonic/Video Appearances Only**
21 450 Golden Gate Ave., 16th Fl., Crtm. 19
22 San Francisco, CA 94102

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27 ¹ A complete list of the Debtors and their respective chapter 11 case numbers may be found at
28 www.donlinerecano.com/pfi. The federal tax identification numbers of each of the Debtors is also
available in the bankruptcy petitions of each Debtor, also available at the Donlin Recano website.
SMRH:4820-9458-5578.2

1 I, Andrew Hinkelman, declare:

2 1. I am the Chief Restructuring Officer (“CRO”) of Professional Financial Investors,
3 Inc. (“PFI”) and Professional Investors Security Fund, Inc.

4 2. Except as otherwise noted, the matters described in this declaration are based upon
5 my personal knowledge, my review of relevant documents and my discussions with other parties
6 familiar with the Debtors, and if called as a witness, I would testify to such matters.

7 3. I submit this declaration in support of the *Memorandum of Points and Authorities*
8 *in Support of Confirmation of the Second Amended Joint Plan of Professional Financial Investors,*
9 *Inc. and its Affiliated Debtors Proposed by the Debtors and Official Committee of Unsecured*
10 *Creditors and Supported by the Ad Hoc LLC Members Committee and the Ad Hoc DOT*
11 *Noteholders Committee (Dated May 20, 2021)* (the “Memorandum”) filed by PFI and its affiliated
12 debtors and debtors in possession (collectively, with PFI, the “Debtors”) and the Official
13 Committee of Unsecured Creditors.

14 4. Unless otherwise stated, I give capitalized terms not defined in this Declaration the
15 meanings given to them in the Memorandum.

16 5. According to the Debtors’ books and records, The Belline Family Trust dated
17 February 20, 2015 is the only outside investor with a PFI LLC Member interest in Professional
18 Investors 28, LLC.

19 6. According to the Debtors’ books and records, Peter Zabelin is the only outside
20 investor with a PFI LLC Member interest in PFI Glenwood, LLC.

21 I declare under penalty of perjury under the laws of the United States of America that the
22 foregoing is true and correct. Executed on May 20, 2021, at Novato, California.

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24 /s/ Andrew Hinkelman
25 Andrew Hinkelman
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